

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

<p>In re:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</p> <p>as representative of</p> <p>THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i>,</p> <p>Debtor.¹</p>	<p>PROMESA Title III</p> <p>Case No. 17 BK 3283-LTS</p> <p>(Jointly Administered)</p>
<p>In re:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</p> <p>as representative of</p> <p>THE EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO.</p> <p>Debtor.</p>	<p>PROMESA Title III</p> <p>Case No. 17 BK 3566-LTS</p> <p>(Jointly Administered)</p>

ORDER GRANTING MOTION OF THE COMMONWEALTH OF PUERTO RICO AND THE EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO FOR ENTRY OF AN ORDER (A) EXTENDING THE RETURN DATE FOR FILING OF INFORMATION FORMS AND (B) APPROVING FORM AND MANNER OF NOTICE THEREOF

Upon the Motion of the Commonwealth of Puerto Rico and the Employees

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Retirement System of the Government of the Commonwealth of Puerto Rico for Entry of an Order (A) Extending the Return Date and (B) Approving Form and Manner of Notice Thereof (Docket Entry No. 12993 in Case No 17-3283 and Docket Entry No. 886 in Case No. 17-3566, the “Motion”)², dated April 30, 2020, of the Commonwealth of Puerto Rico (the “Commonwealth”) and the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS,” and together with the Commonwealth, the “Debtors”) for entry of an order (this “Order”) extending the Return Date; and this Court having jurisdiction over this matter pursuant to PROMESA Section 306(a); and it appearing that venue in this district is proper pursuant to PROMESA Section 307(a); and the Court having found that the relief requested in the Motion is in the best interests of the Debtors, their creditors, and other parties in interest; and the Court having found that, based upon the relief requested by the Motion, no other or further notice is required; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The deadline for Employee Claimants to submit the Information Form with the Requested Information to Prime Clerk, either electronically, by mail, or by hand delivery, as defined and set forth in the *Order (A) Establishing Pre-Solicitation Procedures for Certain Holders of Retirement Benefit Claims, (B) Establishing Procedures and Deadlines for Submission of Information Necessary for Solicitation of Acceptance or Rejection of Plan of Adjustment, and*

² All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

(C) *Approving Form and Manner of Notice Thereof* [ECF No. 12438] (the “Pre-Solicitation Procedures Order”), shall be extended to **4:00 p.m. (Atlantic Standard Time) on June 26, 2020** (the “Extended Return Date”).

3. In accordance with Bankruptcy Rule 2002, the Debtors, through Prime Clerk, are authorized and directed to cause a copy of a notice, substantially in the form of **and incorporating the redlined changes in** the notice attached hereto as **Attachment 1** (the “Extended Return Date Notice”), to be published once, on or before fifteen (15) days after the entry of this Order, or as soon as practicable thereafter under the circumstances, in (a) *El Nuevo Día* in Spanish (primary circulation is in Puerto Rico), (b) *San Juan Star* in English (primary circulation is in Puerto Rico), (c) *El Diario* and *El Nuevo Herald*, both in Spanish (primary circulation is in New York and Miami, respectively), and (d) *The Bond Buyer*.

4. The Debtors, through Prime Clerk, are further authorized and directed to cause a copy of a notice, substantially in the form of the Reminder Notice attached to the Pre-Solicitation Procedures Order as **Exhibit 1-B**, to be published in the periodicals identified in paragraph 3 on a date that is no fewer than fourteen (14) days prior to the Extended Return Date.

5. The Court retains exclusive jurisdiction to hear and determine any and all disputes related to or arising from the implementation, interpretation and enforcement of this Order.

6. This Order resolves Docket Entry No. 12993 in Case No 17-3283 and Docket Entry No. 886 in Case No. 17-3566.

Dated: May 1, 2020

/s/ Laura Taylor Swain
Honorable Laura Taylor Swain
United States District Judge

Attachment 1

Extended Return Date Notice

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtor.¹

PROMESA Title III

No. 17 BK 3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE EMPLOYEES RETIREMENT SYSTEM OF THE
GOVERNMENT OF THE COMMONWEALTH OF
PUERTO RICO.

Debtor.

PROMESA Title III

Case No. 17 BK 3566-LTS

(Jointly Administered)

**NOTICE OF EXTENDED DEADLINE FOR SUBMITTING INFORMATION FORMS
FOR RETIREMENT BENEFICIARIES OF THE COMMONWEALTH
OF PUERTO RICO AND THE EMPLOYEES RETIREMENT SYSTEM OF
THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO**

DEADLINE EXTENSION

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

TO ALL PARTICIPANTS OF THE EMPLOYEES RETIREMENT SYSTEM FOR THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO (“ERS”), THE JUDICIARY RETIREMENT SYSTEM FOR THE COMMONWEALTH OF PUERTO RICO (“JRS”), AND THE PUERTO RICO TEACHER’S RETIREMENT SYSTEM (“TRS”), PLEASE TAKE NOTICE OF THE FOLLOWING:

The Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”) has filed the *Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al.* [Case No. 17-bk-3283, ECF No. 11946] (as amended or modified from time to time and including all exhibits thereto, the “Plan”) and a related disclosure statement [Case No. 17-bk-3283, ECF No. 11947] (as amended or modified from time to time and including all exhibits thereto, the “Disclosure Statement”) pursuant to which the Commonwealth of Puerto Rico (the “Commonwealth”) (together with ERS, the “Debtors”) and the Puerto Rico Public Buildings Authority (“PBA”) seek to adjust their debts under Title III of the *Puerto Rico Oversight, Management, and Economic Stability Act*.²

The Oversight Board is soliciting certain information from certain holders of retirement benefits claims (“Employee Claimants”)³ for whom the Debtors have incomplete or outdated information.

You may be a current or former participant of ERS, JRS, or TRS, and you may be required to submit a form with information the Debtors are currently missing (the “Information Form”), including: (a) name; (b) mailing address; (c) email address; (d) date of birth; (e) gender; (f) social security number⁴; and (g) employment information (collectively, the “Requested Information”). The Debtors request that, if at all possible, you submit your Information Form electronically on the website hosted by the Debtors’ claims and solicitation agent, Prime Clerk LLC (the “Claims Agent”), at <https://cases.primeclerk.com/PRRetirementBenefit/EPOC-Index>.

The deadline to file an Information Form has been extended to June 26, 2020 at 4:00 p.m. (Atlantic Time).

If you have already filed an Information Form, no further action is required unless directed by court order, notice, or otherwise.

² PROMESA is codified at 48 U.S.C. §§ 2101–2241. The Class number containing the retirement benefits claims may be changed therein.

³ In the Plan filed at Case No. 17-bk-3283, ECF No. 8765, Class 25 constitutes the claims of Employee Claimants. The Class number(s) constituting the claims of Employee Claimants may change in any subsequently filed Plan.

⁴ The Debtors seek to obtain the last four digits of claimants’ social security numbers in order to match claimants with their employee records.

Key Points

- In a Title III case under PROMESA, certain retirement beneficiaries of the Commonwealth and ERS may be entitled to vote on any plan of adjustment filed by the Commonwealth and ERS. In order for the Debtors to reduce the number of solicitation packages returned undeliverable, and ensure the claim amounts for such beneficiaries are accurately calculated, the Debtors are requesting that certain claimants submit an Information Form containing the Requested Information. This document explains how to submit Information Forms.
- A plan of adjustment is a document that explains how the Debtors propose to pay the amounts it owes to its creditors. This plan is available for creditors to review at <https://cases.primeclerk.com/puertorico/>.
- **If you are required to submit an Information Form, you must do so by June 26, 2020 at 4:00 p.m., Atlantic Standard Time.**
- Information Forms may be submitted by (a) electronically submitting on the Claims Agent's website at <https://cases.primeclerk.com/PRRetirementBenefit/EPOC-Index>, or (b) mail or hand delivery to the following addresses⁵:
 - Puerto Rico Retirement Benefit Information Processing Center, c/o Prime Clerk, LLC, 850 Third Avenue, Suite 412, Brooklyn, NY 11232;
 - Citi Towers, 250 Ponce de León Ave., Suite 503, Hato Rey, San Juan, PR 00918;
 - 151 Calle de San Francisco, 2nd Floor, San Juan, PR 00901;
 - Bianca Convention Center, Carr 2 KM 143, Floor 1, Añasco, PR 00610;
 - Oceana HUB Center, 2 Calle Acerina, Caguas, PR 00725;
 - Joe's Blue, MCS Building, 880 Tito Castro Avenue, 1st Floor, Ponce, PR 00716-4732.
- **The Debtors request that, if at all possible, you submit your Information Form electronically on the Claims Agent's website.**
- PLEASE NOTE THAT, in light of the Governor's executive orders issued on March 15, 2020, March 30, 2020 and April 12, 2020, addressing the situation regarding COVID-19, the collection centers at which Employee Claimants may file Information Forms will not open prior to June 26, 2020. Please call (844) 822-9231 before proceeding to one of these

⁵ The Debtors reserve the right to amend the locations accepting Information Forms by hand delivery.

locations to confirm whether the location is open. Employee Claimants are encouraged to file Information Forms electronically or by mail ~~until the opening of the collection centers~~.

After reading this notice, if you require additional information, you may contact the Claims Agent at (844) 822-9231 (toll free for U.S. and Puerto Rico) or (646) 486-7944 (for international callers), available 10:00 a.m. to 7:00 p.m. (Atlantic Standard Time) (Spanish available), or by email at puertoricoinfo@primeclerk.com. Please note that the people answering the phone number are not able to provide legal advice. If you have questions about your legal rights, including whether you need to file a claim, you should talk to an attorney.